

To the General Assembly,

We started the 2024 Year with 28 Board of Directors. We had three resignations and will close the year with 25 Board of Directors. Our objective this year was to author and edit the Code of Ethics with the input of our fellow directors. We are pleased to report we have finished this item, and it has been approved by the BOD and is attached here.

I would like to thank my fellow committee members, Juliette Turner and Tamy Branstetter for all of their help this year in having both effective and efficient meetings.

Respectfully,

*Marisea "Cici" Drummond*  
Chair, Board of Governors

Code of Ethics for the Board of Directors for the UPSES Inc.

*Let this document serve as a guideline and reminder of our Mission Statement and our shared devotion to the Divine Holy Spirit. May we lead every interaction with a spirit of fostering a united community and a respectful atmosphere.*

I. Expectations during a meeting

- A. Board members are expected to be in order & attentive throughout the duration of the meeting.
  
- B. Board members should refrain from engaging in sidebar conversations, or other distracting behaviors while the board meeting is in session.

C. Board members should refrain from raising voices in anger, using unprofessional or profane language, engaging in gestures or physical behavior that may imply to a reasonable person as aggressive or threatening towards another board member.

D. In order to speak, a board member must raise their hand and be called on by the meeting facilitator.

E. Board members should address the meeting facilitator, not one another during all meeting discussions.

F. When a chairperson is giving a committee report, the report must be completed before questions will be heard or discussion will be commenced

## II. Plan of Action for inappropriate/disruptive behavior during a meeting

A. At any time, the meeting facilitator may request a board member to leave for the duration of a meeting for inappropriate, disruptive or threatening behavior including continuously being out of order.

B. A board member may receive a written warning, detailing inappropriate/disruptive behavior and expectations. If such continued behavior persists, a board member may be asked to resign after two written warnings. The Board will review and determine status and may at that time by majority vote recommend permanent separation.

## III. Expectations Outside of a meeting

A. After a meeting is adjourned, motions should not continue to be discussed with other board members especially those on an opposing side. This can be seen as inappropriate behavior.

1. If a board member would like to revisit a motion, this must be done at a future board meeting but not between board members after a meeting is adjourned.

B. Anytime a board member is at the hall in the capacity of a board member, they should maintain a professional demeanor and follow these outlined guidelines. (This includes events such as BINGO, Festa, hall events, etc.)

C. Anytime an escalation between board members leads to a verbal assault, the board has the right to vote on relieving the aggressor of their position.

1. "Verbal assault is a type of psychological/mental abuse that involves the use of oral, gestured, and written language directed to a victim. Verbal abuse can include the act of harassing, labeling, insulting, accusing, scolding, rebuking, or excessive yelling towards an individual. It can also include the use of derogatory terms, the delivery of statements intended to frighten, humiliate, denigrate, or belittle a person."

D. Any time an escalation between board members leads to physical assault, the executive board will call for an immediate removal of said board member who perpetrated the assault.

IV. Electronic Communication Etiquette (consists of Email, Instant messaging and live chat, websites and blogs, SMS/Text messaging, Phone and Voicemail and Video and Social media.

A. Board members should refrain from using unprofessional or profane language, or engage in threatening behavior towards another board member.

V. Board of Directors should not commandeer personal belongings or property of another Board Member without approval or consent.

VI. The violation of any law (ie theft) that negatively affects the Corporation will be a violation of the Code of Ethics.